UNITED STATES DISTRICT COURT	
SOUTHERN DISTRICT OF NEW YORK	
In Re VEECO INSTRUMENTS, INC., SECURITIES LITIGATION	-x : 05-MD-1695 (CM) :
THIS DOCUMENT RELATES TO:	-x :
AUGUST SCHUPP,III, derivatively on behalf of VEECO INSTRUMENTS, INC.,	-x : 05-CV-10225 (CM) :
Plaintiff(s),	:
V.	: :
EDWARD H. BRAUN, et al.,	: :
Defendant(s),	: :
DAVID ALTMAN, derivatively on behalf of VEECO INSTRUMENTS, INC.,	-x : 05-CV-10226 (CM) :
Plaintiff(s),	:
V.	: :
EDWARD H. BRAUN, et al.,	: :
Defendant(s)	: : x

DECLARATION OF SHANE T. ROWLEY IN SUPPORT OF PLAINTIFFS' REPLY MEMORANDUM IN FURTHER SUPPORT OF THEIR MOTION FOR LEAVE TO AMEND THEIR CONSOLIDATED AMENDED SHAREHOLDER DERIVATIVE COMPLAINT AND TO FILE A SECOND CONSOLIDATED AMENDED SHAREHOLDER DERIVATIVE COMPLAINT

I, SHANE T. ROWLEY, pursuant to 28 U.S.C. § 1746, hereby declare:

- 1. I am partner in the law firm of Faruqi & Faruqi, LLP, counsel to Plaintiffs August Schupp, III, and Davit Altman (the "Derivative Plaintiffs").
- 2. Attached hereto as Exhibit A is a true and correct copy of the *Wall Street Journal* (the "Journal") article entitled *The Perfect Payday: Some CEOs Reap Millions By Landing Stock Options When They Are Most Valuable: Luck-Or Something Else?*, dated March 18, 2006.
- 3. Attached hereto as Exhibit B is a true and correct copy of the Journal's article entitled ACS Officers Quit After Internal Options Probe, dated November 27, 2006.
- 5. Attached hereto as Exhibit C is a true and correct copy of the letter from Robert Serio, counsel for Defendants of the law firm of Gibson, Dunn & Crutcher LLP to the Honorable Colleen McMahon, dated July 27, 2006, endorsed by the Court.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 1^{st} day of December 2006.

Shane T. Rowley